

**EXHIBIT 7**  
**FILED UNDER SEAL**

From: "John Bares" <[REDACTED]>

To: [REDACTED]

CC: [REDACTED]  
[REDACTED]  
[REDACTED]

Date: 1/20/2016 2:21:32 PM

Subject: RE: Newco Update / Urgent Response Needed

Wanted to weigh in on the value of the team to Uber AV. The nexus of this group represents a couple of very significant things to our AV effort. First, Anthony and his close team have developed several generations of mid and long range laser that we now believe is critical to AV autonomy (day and night). Not only do they have the several generations of experience but also know how to improve on the next gen devices that they would build for us. We have yet to find anyone else in the world with this know-how. Our next best choice is to build the team internally and we can do that, but probably with a 2-4 yr lag on what these guys can do. Second, just rubbing shoulders with this team and having them advise us all over AV has a decent chance of saving Uber a least a year off of the race to large scale AV deployment.

So this group of guys (whether it is 25 or 50) brings engineering talent, but also a collective experience and vision that will be dramatic to our progress. My point is that there is more value here (considerable) than 25 disparate engineers that we would pick up from 25 different places. This is a team that knows each other, knows the tech, knows the potholes and can jam at incredible rate (we hope) to help solve some of our most pressing challenges.

From: Cameron Poetzsch (mailto:[REDACTED])

Sent: Wednesday, January 20, 2016 1:28 PM

To: Emil Michael

Cc: Brian McClendon; Travis Kalanick; Jeff Holden; Nina Qi; John Bares

Subject: Re: Newco Update / Urgent Response Needed

----- Original Message -----

Subject: Re: Newco Update / Urgent Response Needed

From: Emil Michael

To: Cameron Poetzsch

CC: Brian McClendon, Travis Kalanick, Jeff Holden, Nina Qi, John Bares

HIGHLY CONFIDENTIAL – ATTORNEYS' EYES ONLY

UBER00060147



Date: 1/20/2016 10:22 AM

[REDACTED]

Sent from my iPhone

On Jan 20, 2016, at 7:05 PM, Cameron Poetzscher [REDACTED] wrote:

[REDACTED]

----- Original Message -----

**Subject:** Re: Newco Update / Urgent Response Needed

**From:** Brian McClendon [REDACTED]

**To:** Emil Michael [REDACTED]

**CC:** Cameron Poetzscher [REDACTED], Travis Kalanick [REDACTED], Jeff Holden [REDACTED], Nina Qi [REDACTED], John Bares [REDACTED]

**Date:** 1/20/2016 10:01 AM

[REDACTED]

On Wed, Jan 20, 2016 at 9:59 AM, Emil Michael [REDACTED] wrote:

[REDACTED]

Sincerely,

Emil

Emil Michael  
SVP of Business, Uber

[REDACTED]

HIGHLY CONFIDENTIAL – ATTORNEYS' EYES ONLY

UBER00060148

WeChat ID: [REDACTED]

Assistant:  
Kirsten Thompson  
[REDACTED]

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**From:** Cameron Poetzscher  
**Sent:** Wednesday, January 20, 2016 6:55 PM  
**To:** Emil Michael  
**Cc:** Travis Kalanick; Jeff Holden; Brian McClendon; Nina Qi; John Bares  
**Subject:** Re: Newco Update / Urgent Response Needed

[REDACTED]

[REDACTED]

----- Original Message -----

**Subject:** Re: Newco Update / Urgent Response Needed

**From:** Emil Michael [REDACTED]

**To:** Cameron Poetzscher [REDACTED]

**CC:** Travis Kalanick [REDACTED], Jeff Holden [REDACTED], Brian McClendon [REDACTED], Nina Qi [REDACTED]

**Date:** 1/20/2016 9:18 AM

[REDACTED]

Sent from my iPhone

On Jan 20, 2016, at 5:54 PM, Cameron Poetzscher [REDACTED] wrote:

[REDACTED]

HIGHLY CONFIDENTIAL – ATTORNEYS' EYES ONLY

UBER00060149

----- Original Message -----

**Subject:** Re: Newco Update / Urgent Response Needed

**From:** Emil Michael [REDACTED]

**To:** Cameron Poetzscher [REDACTED]

**CC:** Travis Kalanick [REDACTED], Jeff Holden [REDACTED], Brian McClendon [REDACTED], Nina Qi [REDACTED]

**Date:** 1/20/2016 8:39 AM

But that's a LOT of money for 25 people. A lot.

Sincerely,

Emil

Emil Michael  
SVP of Business, Uber

[REDACTED]

[REDACTED]

WeChat ID: [REDACTED]

Assistant:

Kirsten Thompson

[REDACTED]

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**From:** Cameron Poetzscher

**Sent:** Wednesday, January 20, 2016 5:35 PM

**To:** Emil Michael

**Cc:** Travis Kalanick; Jeff Holden; Brian McClendon; Nina Qi

**Subject:** Re: Newco Update / Urgent Response Needed

[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

[REDACTED]

----- Original Message -----

**Subject:** Re: Newco Update / Urgent Response Needed

**From:** Emil Michael [REDACTED]

**To:** Cameron Poetzscher [REDACTED]

**CC:** Travis Kalanick [REDACTED], Jeff Holden [REDACTED], Brian McClendon [REDACTED], Nina Qi [REDACTED]

**Date:** 1/20/2016 8:26 AM

[REDACTED]

Sincerely,

Emil

\_\_\_\_\_  
Emil Michael  
SVP of Business, Uber

[REDACTED]  
[REDACTED]  
WeChat ID: [REDACTED]

Assistant:  
Kirsten Thompson  
[REDACTED]

**From:** Cameron Poetzscher

**Sent:** Wednesday, January 20, 2016 5:11 PM

**To:** Emil Michael

**Cc:** Travis Kalanick; Jeff Holden; Brian McClendon; Nina Qi

**Subject:** Re: Newco Update / Urgent Response Needed

[REDACTED]

----- Original Message -----

**Subject:** Re: Newco Update / Urgent Response Needed

**From:** Cameron Poetzsch [REDACTED]

**To:** Emil Michael [REDACTED]

**CC:** Travis Kalanick [REDACTED], Jeff Holden [REDACTED], Brian McClendon [REDACTED], Nina Qi [REDACTED]

**Date:** 1/20/2016 7:27 AM

[REDACTED]

Also, attached is a draft of the term sheet. I've already provided several comments so this will change but not materially as to terms or structure. Would like to walk through the key terms in detail today if possible.

----- Original Message -----

**Subject:** Re: Newco Update / Urgent Response Needed

**From:** Cameron Poetzsch [REDACTED]

**To:** Emil Michael [REDACTED]

**CC:** Travis Kalanick [REDACTED], Jeff Holden [REDACTED], Brian McClendon [REDACTED], Nina Qi [REDACTED]

**Date:** 1/19/2016 9:27 PM

1. Very close on milestones. They owe us a markup, which we'll get tomorrow, but sounds minor. Obviously contingent on that being true.

2. [REDACTED]

[REDACTED]

Structure (post term sheet):

- \* Sign definitive doc with a brief diligence period for us either completed prior to signing it or in the [14] days after

- \* Once diligence period expires, the put-call mechanism kicks in, under which, they can put or we can call, anytime in the 3-12 months after definitive doc is signed; their put would have a few conditions required to

exercise (e.g. no major IP problems arising, etc) but basically this would be a deferred close with nearly all optionality taken out at the time of signing

[REDACTED]

----- Original Message -----

**Subject:** Re: Newco Update / Urgent Response Needed

**From:** Emil Michael <[REDACTED]>

**To:** Cameron Poetzsch <[REDACTED]>

**CC:** Travis Kalanick <[REDACTED]>, Jeff Holden <[REDACTED]>, Brian McClendon <[REDACTED]>, Nina Qi <[REDACTED]>

**Date:** 1/20/2016 3:27 AM

[REDACTED]

Sincerely,

Emil

Emil Michael  
SVP of Business, Uber

[REDACTED]  
WeChat ID: [REDACTED]

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**From:** Cameron Poetzsch <[REDACTED]>

**Date:** Wednesday, January 20, 2016 at 12:17 AM

**To:** Emil Michael <[REDACTED]>

**Cc:** Travis Kalanick <[REDACTED]>, Jeff Holden <[REDACTED]>, Brian McClendon <[REDACTED]>, Nina Qi <[REDACTED]>

**Subject:** Re: Newco Update / Urgent Response Needed



[REDACTED]  
[REDACTED]  
[REDACTED]  
[REDACTED]

----- Original Message -----

**Subject:** Re: Newco Update / Urgent Response Needed

**From:** Emil Michael [REDACTED]

**To:** Cameron Poetzsch [REDACTED]

**CC:** Travis Kalanick [REDACTED], Jeff Holden [REDACTED], Brian McClendon [REDACTED], Nina Qi [REDACTED]

**Date:** 1/20/2016 3:19 AM

[REDACTED]

Sincerely,

Emil

Emil Michael  
SVP of Business, Uber  
[REDACTED]  
[REDACTED]  
WeChat ID: [REDACTED]

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**From:** Cameron Poetzsch [REDACTED]

**Date:** Tuesday, January 19, 2016 at 11:29 PM

**To:** Emil Michael [REDACTED]

**Cc:** Travis Kalanick [REDACTED], Jeff Holden [REDACTED], Brian McClendon [REDACTED], Nina Qi [REDACTED]

**Subject:** Re: Newco Update / Urgent Response Needed

[REDACTED]  
[REDACTED]

----- Original Message -----

**Subject:** Re: Newco Update / Urgent Response Needed



--  
Cameron Poetzscher  
Head of Corporate Development

[REDACTED]  
[REDACTED]

--  
Cameron Poetzscher  
Head of Corporate Development

[REDACTED]

--  
Cameron Poetzscher  
Head of Corporate Development

[REDACTED]  
[REDACTED]

--  
Cameron Poetzscher  
Head of Corporate Development

[REDACTED]  
[REDACTED]